

**EXHIBIT D**

**(November 2008 E-mail)**

**Meyers, Jonathan**

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**From:** Weinstein, Michael  
**Sent:** Tuesday, November 04, 2008 11:22 AM  
**To:** Brewer, Russell; Bauerfeld, Richard; Watson, Doug  
**Cc:** Stern, Bruce; Newman, Edward; Meyers, Jonathan  
**Subject:** Lehman Terminated CDS Update

Doug, Jonathan, and I had a call with Locke McMurray (MD in legal department) and Mike Pohly (business side) at Barclays to discuss the possibility of reinstating CPT 283 – Lehman 7YR IG (the terminated leg of the Lehman-Cournot transaction). They explained that Lehman unintentionally failed to pay on the three CDS that we have already terminated (CPT 283, CPT 48 – Coast Investment Grade 2001-1, CPT 207- Sunset Park HY). There is a strong possibility that the Lehman bankruptcy estate will want to cure and get current on payments on the three trades on an all-or-none basis. The idea is that after curing the missed payments, the estate will assign the CDS positions to a new credit-worthy counterparty (e.g . Barclays, Deutsche, JPM, MS, etc.) to monetize at least some of the MTM on the trade. Barclays is now going to look at the three terminated CDS to assess whether or not they actually want to reinstate them.

Issues for us to consider:

- 1) Assuming we want to get the Lehman 7YR IG back, are we willing to reinstate Coast and Sunset Park HY in order to revive the Lehman 7YR IG trade?
- 2) If Lehman does not want to reinstate the three terminated CDS, we could use the possibility of FSA terminating CPT 265 and CPT 233 due to bankruptcy as a negotiating point. Such termination would be on a walk-away basis and would involve reversing booked premium. Note that Lehman has stayed current on CPT 265, and CPT 233 does not have a payment due until later November.

Barclays indicated that we will likely receive feedback from them in the next week or two. I will prepare a memo that addresses the credit issues, economics of the trades, and reinstatement scenarios.

-Mike

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